

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re)	Chapter 11
)	
W. R. Grace & Co. <u>et al.</u> ¹ ;)	Case No. 01-01139(JKF)
)	Jointly Administered
Debtors.)	

Objection Deadline:
November 17, 2003 at 4:00 p.m.
Hearing date: To be scheduled only
if objections are timely filed and served.

NOTICE OF FILING OF MONTHLY FEE APPLICATION

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

FTI Policano & Manzo ("FTI"), Financial Advisors to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the Thirtieth Interim Application of FTI, Financial Advisors to the Committee, for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses incurred for the period September 1, 2003

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

through September 30, 2003, seeking compensation in the amount of \$97,227.50 and reimbursement for actual and necessary expenses in the amount of \$1,464.59 (the "Monthly Fee Application").

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **November 17, 2003 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, James H.M. Sprayregen, Esquire, Kirkland & Ellis, 200 East Randolph Drive, Chicago, Illinois 60601 (fax number 312-861-2200), and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New

York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, New York 10022 (fax number 212-715-8000); and (vii) the Office of the United States Trustee, Attn: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee

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Auditor, to Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul,
Suite 4080, Dallas, TX 75201.

Dated: Wilmington, DE
October 28, 2003

RESPECTFULLY SUBMITTED,

/s/

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Co-Counsel for the Official Committee of Unsecured Creditors
of W. R. Grace & Co., et al.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X

In re:

Chapter 11

W.R. GRACE & Co., et al.,

Case No. 01-01139 (JKF)
(Jointly Administered)

Debtors

THIRTIETH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003)

Name of Applicant:

FTI Policano & Manzo

Authorized to Provide Professional Services to:

The Official Committee of
Unsecured Creditors

Date of Retention:

June 21, 2001

Period for which compensation and
reimbursement is sought:

September 1, 2003 through
September 30, 2003

Amount of Compensation sought

as actual, reasonable and necessary (80% of \$97,227.50):

\$77,782.00

Amount of Expense Reimbursement sought

as actual, reasonable and necessary (100%):

\$1,464.59

This is an: X interim final application

The total time expended for fee application preparation activities is approximately 11.1 hours and corresponding compensation requested is approximately \$1,822.80 (80% of the fees incurred of \$2,278.50). The time expended totaled approximately 11.1 hours spent on preparation of the twenty-eighth and twenty-ninth monthly interim fee applications, including 6.5 hours spent by a paraprofessional assisting in preparation of the applications.

This is the THIRTIETH application filed. Disclosure for prior periods and current period is as follows:

THIRTIETH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
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RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003)

**ATTACHMENT A
TO FEE APPLICATION**

Requested					
Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
June 28, 2001	April 20, 2001 through April 30, 2001	\$16,008.00	\$667.95	\$12,806.40 (80% of requested fees)	\$667.95
June 28, 2001	May 1, 2001 through May 31, 2001	\$104,081.50	\$2,513.09	\$83,265.20 (80% of requested fees)	\$2,513.09
July 28, 2001	June 1, 2001 through June 30, 2001	\$75,916.00	\$3,913.13	\$60,732.80 (80% of requested fees)	\$3,913.13
August 28, 2001	July 1, 2001 through July 31, 2001	\$71,989.50	\$3,871.54	\$57,591.60 (80% of requested fees)	\$3,871.54
September 28, 2001	August 1, 2001 through August 31, 2001	\$70,425.00	\$1,092.45	\$56,340.00 (80% of requested fees)	\$1,092.45
October 30, 2001	September 1, 2001 through September 30, 2001	\$104,816.50	\$3,028.40	\$83,853.20 (80% of requested fees)	\$3,028.40
November 29, 2001	October 1, 2001 through October 31, 2001	\$42,643.00	\$3,670.86	\$34,114.40 (80% of requested fees)	\$3,670.86
December 28, 2001	November 1, 2001 through November 30, 2001	\$50,048.50	\$1,864.72	\$40,038.80 (80% of requested fees)	\$1,864.72
January 28, 2002	December 1, 2001 through December 31, 2001	\$53,986.50	\$1,005.29	\$43,189.20 (80% of requested fees)	\$1,005.29
February 28, 2002	January 1, 2002 through January 31, 2002	\$63,207.00	\$2,549.70	\$50,565.60 (80% of requested fees)	\$2,549.70
March 28, 2002	February 1, 2002 through February 28, 2002	\$27,249.50	\$1,874.43	\$21,799.60 (80% of requested fees)	\$1,874.43

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(FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003)

**ATTACHMENT A
TO FEE APPLICATION**

Requested					
Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
April 28, 2002	March 1, 2002 through March 31, 2002	\$106,680.50	\$1,919.09	\$85,344.40 (80% of requested fees)	\$1,919.09
May 29, 2002	April 1, 2002 through April 30, 2002	\$102,314.00	\$4,657.40	\$81,851.20 (80% of requested fees)	\$4,657.40
June 28, 2002	May 1, 2002 through May 31, 2002	\$50,027.00	\$2,207.14	\$40,021.60 (80% of requested fees)	\$2,207.14
July 29, 2002	June 1, 2002 through June 30, 2002	\$43,359.00	\$1,381.59	\$34,687.20 (80% of requested fees)	\$1,381.59
August 31, 2002	July 1, 2002 through July 31, 2002	\$23,895.50	\$473.91	\$19,116.40 (80% of requested fees)	\$473.91
September 30, 2002	August 1, 2002 through August 31, 2002	\$76,092.50	\$1,264.23	\$60,874.00 (80% of requested fees)	\$1,264.23
October 31, 2002	September 1, 2002 through September 30, 2002	\$45,079.00	\$43.14	\$36,063.20 (80% of requested fees)	\$43.14
November 30, 2002	October 1, 2002 through October 31, 2002	\$46,633.50	\$256.76	\$37,306.80 (80% of requested fees)	\$256.76
December 31, 2002	November 1, 2002 through November 30, 2002	\$44,622.50	\$824.96	\$35,698.00 (80% of requested fees)	\$824.96
January 31, 2003	December 1, 2002 through December 31, 2002	\$42,335.00	\$34.69	\$33,868.00 (80% of requested fees)	\$34.69
February 28, 2003	January 1, 2003 through January 31, 2003	\$71,517.00	\$831.54	\$57,213.60 (80% of requested fees)	\$831.54

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 (FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003)

**ATTACHMENT A
 TO FEE APPLICATION**

Requested					
Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
March 28, 2003	February 1, 2003 through February 28, 2003	\$131,416.50	\$2,264.79	\$105,133.20 (80% of requested fees)	\$2,264.79
April 30, 2003	March 1, 2003 through March 31, 2003	\$94,355.00	\$769.04	\$75,484.00 (80% of requested fees)	\$769.04
May 31, 2003	April 1, 2003 through April 30, 2003	\$39,810.00	\$133.70	\$31,848.00 (80% of requested fees)	\$133.70
June 30, 2003	May 1, 2003 through May 31, 2003	\$70,371.00	\$847.39	\$56,296.80 (80% of requested fees)	\$847.39
July 31, 2003	June 1, 2003 through June 30, 2003	\$62,684.00	\$408.81	\$50,147.20 (80% of requested fees)	\$408.81
August 31, 2003	July 1, 2003 through July 31, 2003	\$61,294.00	\$780.87	\$49,035.20 (80% of requested fees)	\$780.87
September 26, 2003	August 1, 2003 through August 31, 2003	\$90,447.50	\$1,312.37	\$72,358.00 (80% of requested fees)	\$1,312.37
October 24, 2003	September 1, 2003 through September 30, 2003	\$97,227.50	\$1,464.59	\$77,782.00 (80% of requested fees)	\$1,464.59

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(FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003)

**ATTACHMENT B
TO FEE APPLICATION**

Name of Professional Person	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
E. Ordway	\$595	17.3	\$10,293.50
S. Cunningham	\$550	37.5	\$20,625.00
C. Whitney	\$425	14.0	\$5,950.00
L. Hamilton	\$375	144.8	\$54,300.00
J. Schwendeman	\$350	8.0	\$2,800.00
M. DeSalvio	\$190	1.0	\$190.00
M. Hakoun	\$165	9.1	\$1,501.50
N. Backer	\$ 75	20.9	\$1,567.50
Grand Total:		252.6	\$97,227.50
Blended Rate:	\$385		

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees
2	Business Analysis	0.0	\$0.00
3	Corporate Finance	56.7	\$23,929.00
4	Data Analysis	155.1	\$63,235.50
8	Case Administration	14.4	\$1,080.00
9	Claims Analysis (Asbestos)	10.9	\$4,277.50
11	Creditors Committee	4.0	\$2,189.00
12	Employee Benefits/Pension	0.4	\$238.00
16	Fee Applications, Applicant	11.1	\$2,278.50
	Total	252.6	\$97,227.50

THIRTIETH INTERIM APPLICATION OF FTI POLICANO & MANZO,
 FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
 CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
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(FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003)

EXPENSE SUMMARY

Expense Category	Total Expenses
Copies	\$338.10
Facsimiles	\$0.00
Telecommunications	\$132.81
Postage, Express Delivery	\$18.68
Travel Expenses	\$0.00
Tolling Charges	\$975.00
Total	\$1,464.59

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Summary of Fees by Professional

For the period September 1, 2003 through September 30, 2003

	<u>Total</u> <u>Hours</u>	<u>Billing</u> <u>Rate</u>	<u>Amount</u>
E. Ordway	17.3	\$ 595	10,293.50
S. Cunningham	37.5	\$ 550	20,625.00
C. Whitney	14.0	\$ 425	5,950.00
L. Hamilton	144.8	\$ 375	54,300.00
J. Schwendeman	8.0	\$ 350	2,800.00
M. DeSalvio	1.0	\$ 190	190.00
M. Hakoun	9.1	\$ 165	1,501.50
N. Backer	20.9	\$ 75	1,567.50
TOTAL	<u>252.6</u>		<u>\$ 97,227.50</u>

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Summary of Hours by Category

For the period September 1, 2003 through September 30, 2003

Rate	Fees Per Professional	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	
Task Code		2	3	4	8	9	11	12	16	
									TOTAL	
\$ 595	\$ 10,293.50	E. Ordway	\$ 3,094.00	\$ 5,771.50	\$ -	\$ -	\$ 1,011.50	\$ 238.00	\$ 178.50	\$ 10,293.50
\$ 550	\$ 20,625.00	S. Cunningham	\$ 4,785.00	\$ 14,190.00	-	660.00	990.00	-	-	20,625.00
\$ 425	\$ 5,950.00	C. Whitney	-	\$ 5,525.00	-	425.00	-	-	-	5,950.00
\$ 375	\$ 54,300.00	L. Hamilton	16,050.00	34,237.50	-	2,212.50	187.50	-	1,612.50	54,300.00
\$ 350	\$ 2,800.00	J. Schwendeman	-	1,820.00	-	980.00	-	-	-	2,800.00
\$ 190	\$ 190.00	M. DeSalvio	-	190.00	-	-	-	-	-	190.00
\$ 165	\$ 1,501.50	M. Hakoun	-	1,501.50	-	-	-	-	-	1,501.50
\$ 75	\$ 1,567.50	N. Backer	-	-	1,080.00	-	-	-	487.50	1,567.50
\$	\$	-	\$ 23,929.00	\$ 63,235.50	\$ 1,080.00	\$ 4,277.50	\$ 2,189.00	\$ 238.00	\$ 2,278.50	\$ 97,227.50
\$	\$ 97,227.50	Totals								

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W.R. GRACE & CO. ET. AL.

Summary of Hours by Category

For the period September 1, 2003 through September 30, 2003

Rate	Fees Per Professional	Task Code	Business Analysis (Business Plan)	Corporate Finance (Acquisitions)	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
\$ 595	\$ 10,293.50	E. Ordway	0.0	5.2	9.7	0.0	0.0	1.7	0.4	0.3	17.3
\$ 550	\$ 20,625.00	S. Cunningham	0.0	8.7	25.8	0.0	1.2	1.8	0.0	0.0	37.5
\$ 425	\$ 5,950.00	C. Whitney	0.0	0.0	13.0	0.0	1.0	0.0	0.0	0.0	14.0
\$ 375	\$ 54,300.00	L. Hamilton	0.0	42.8	91.3	0.0	5.9	0.5	0.0	4.3	144.8
\$ 350	\$ 2,800.00	J. Schwendeman	0.0	0.0	5.2	0.0	2.8	0.0	0.0	0.0	8.0
\$ 190	\$ 190.00	M. DeSalvio	0.0	0.0	1.0	0.0	0.0	0.0	0.0	0.0	1.0
\$ 165	\$ 1,501.50	M. Hakoun	0.0	0.0	9.1	0.0	0.0	0.0	0.0	0.0	9.1
\$ 75	\$ 1,567.50	N. Backer	0.0	0.0	0.0	14.4	0.0	0.0	0.0	6.5	20.9
	\$ 97,227.50	Totals	0.0	56.7	155.1	14.4	10.9	4.0	0.4	11.1	252.6

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Summary Descriptions of Tasks by Category*

For the period September 1, 2003 through September 30, 2003

<u>Task</u> <u>Code</u>	<u>Total Hours</u>	
Business Analysis	2	0.0
Corporate Finance	3	56.7
Data Analysis	4	155.1
		No activities were performed in this category during this period.
		During the Fee Period we read and analyzed the Debtors' original and revised presentation materials regarding the proposed Galeras acquisition. We prepared a draft report thereon, which was discussed with the Committee chair and counsel.
		During the Fee Period we continued to read and analyze the Debtors' second quarter operating report and related documents and to prepare a report to the Committee thereon. We also prepared additional analyses regarding cash balances and cash repatriation issues and prepared a report to the Committee thereon. During the fee period we read and analyzed the Montana Court order regarding the Libby, MT. environmental cleanup, discussed details with the Debtors and prepared a report summarizing our observations. We read and analyzed various news releases, court docket items and industry information regarding peer performance and other issues. In addition, we read and analyzed the Debtors' proposed Plan of Reorganization and prepared various analyses thereon. We also reviewed the status of various tax issues including state tax audits, COLI and cash repatriation.
Case Administration	8	14.4
		During the Fee Period a paraprofessional organized and distributed materials to the Committee, as well as downloaded and distributed various court docket items to case team members for further review. In addition, the paraprofessional continued to maintain our case-specific database of reports and court docket items.
Claims Analysis (asbestos)	9	10.9
Creditors Committee	11	4.0
Employee Benefits/Pension	12	0.4
Fee Applications, Applicant	16	11.1
		During the Fee Period, we read and analyzed information regarding ZAI litigation. We also read and analyzed recent news releases and other asbestos litigation case information.
		During the Fee Period we discussed the status of various case issues with members of the Committee and counsel, including cash repatriation issues, the latest proposed acquisition "Galeras," as well as a Plan of Reorganization proposal.
		During the Fee Period, we read and analyzed information in a memorandum from counsel regarding pension payment arrangements.
		During the Fee Period timekeeper Hamilton spent approximately 4.3 hours preparing the July and August fee applications. A paraprofessional spent approximately 6.5 hours assisting in preparation of the fee applications.
Total		252.6

* These descriptions are not intended to be all-inclusive. Please see individual professional time summaries for complete descriptions.

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Professional Services Rendered by Edwin N. Ordway, Jr.
 For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Sep	12	Read and analyzed counsel's memorandum regarding pension payment arrangements.	0.4
2-Sep	16	Prepared fee application.	0.3
3-Sep	4	Read and analyzed July operations report and summarized major issues for staff to further investigate.	1.2
4-Sep	11	Called counsel to discuss Plan of Reorganization issues and potential proposal.	0.3
5-Sep	3	Analyzed information received from Debtors regarding a proposed acquisition and directed staff in updating a report thereon.	1.1
5-Sep	4	Analyzed proposed Plan of Reorganization received from Debtors and summarized for discussion with counsel and the Committee.	1.3
5-Sep	4	Analyzed Plan of Reorganization proposal and directed staff in reconciling data to our valuations.	0.4
5-Sep	11	Called counsel to discuss Plan of Reorganization proposal.	0.3
8-Sep	4	Prepared for conference call with the Committee and Debtors to discuss proposed Plan of Reorganization.	0.5
8-Sep	11	Participated in conference call to discuss proposed Plan of Reorganization.	0.8
8-Sep	11	Called Agent to discuss observations from conference call and next steps.	0.3
9-Sep	4	Prepared and edited report to the Committee regarding Q2 operating results compared to plan.	0.7
11-Sep	3	Read and analyzed industry research related to proposed acquisition.	1.5
11-Sep	3	Prepared and edited section of report to Committee addressing proposed acquisitions' marketplace.	0.6
12-Sep	4	Reviewed information request list prepared by staff.	0.2

12-Sep	3	Analyzed comparable transactions for business similar to Debtors' proposed acquisition.	1.1
12-Sep	3	Outlined key items for discussion with Committee regarding proposed acquisition.	0.2
15-Sep	4	Discussed Montana court order regarding EPA costs with staff and determined adjustments to valuation and recovery model.	0.6
17-Sep	4	Read and analyzed Montana court order and reviewed/edited items identified for follow-up list prepared by staff.	0.7
18-Sep	4	Prepared and edited July monitoring report for the Committee.	0.4
18-Sep	4	Prepared and edited report regarding Montana court order.	0.7
19-Sep	4	Summarized key tax issues for in-house tax expert's review.	0.9
22-Sep	4	Discussed proposed insurance settlement with staff and analyzed financial impact.	0.3
25-Sep	4	Directed staff in analyzing debtor's tax returns.	0.6
26-Sep	4	Prepared outline for draft of report to Committee regarding tax issues.	0.8
30-Sep	4	Analyzed August results and developed list of items for staff to further investigate.	0.4
30-Sep	3	Prepared and edited report draft regarding proposed acquisitions.	0.7
Total Hours			<u><u>17.3</u></u>

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Professional Services Rendered by Sean Cunningham

For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
4-Sep	4	Read and analyzed draft reorganization proposal from Debtors.	1.8
4-Sep	4	Finalized analysis of cash repatriation for report to Committee.	1.6
4-Sep	3	Read and analyzed Galeras acquisition data.	1.1
5-Sep	11	Discussed reorganization proposal with counsel.	0.4
5-Sep	4	Prepared analysis of reorganization and summarized key issues.	2.4
5-Sep	4	Prepared updated valuation analysis.	2.7
8-Sep	11	Participated in Committee call regarding reorganization and proposed acquisition.	1.4
9-Sep	3	Discussed proposed acquisition with Debtors' advisor and prepared additional analysis.	1.5
10-Sep	3	Prepared analysis of Galeras acquisition.	1.6
11-Sep	3	Read and analyzed competitive data regarding Galeras.	1.4
11-Sep	4	Read and analyzed Q2 update information and July operating results.	0.6
12-Sep	3	Read and analyzed competitive data regarding Galeras acquisition.	1.6
12-Sep	4	Read and analyzed Q2 update information and July operating results.	1.4
15-Sep	4	Prepared analyses of various reorganization alternatives.	0.9
15-Sep	3	Prepared analysis regarding Galeras acquisition.	0.6
16-Sep	4	Read Montana Court order regarding EPA issue.	2.0
17-Sep	4	Analyzed information received during Debtors conference call regarding Montana court order.	2.1
18-Sep	4	Updated analysis regarding environmental liabilities.	1.7
18-Sep	4	Updated recovery analysis to reflect recent events.	1.7

19-Sep	9	Read and analyzed ZAI litigation memo.	1.2
19-Sep	4	Prepared and reviewed analyses of July results.	1.8
22-Sep	4	Read and analyzed motion filed regarding proposed insurance settlement.	1.5
23-Sep	3	Updated Galeras analysis based on new financial model.	0.9
24-Sep	4	Read and analyzed tax information regarding COLI, Sealed Air, and other issues with respect to implications for reorganization plan.	1.6
25-Sep	4	Read and analyzed August financial results.	0.9
29-Sep	4	Read and analyzed August financial results.	1.1
Total Hours			<u><u>37.5</u></u>

InvoiceW.R. GRACE & CO. ET. AL.

Professional Services Rendered by Christina Whitney

For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
5-Sep	4	Read and analyzed of the terms of the Debtors' proposed Plan of Reorganization.	2.6
8-Sep	4	Prepared and edited the report to the Committee on the Debtors' second quarter performance.	5.4
9-Sep	4	Continued to prepare and edit the report to the Committee on the Debtors' second quarter performance.	1.4
12-Sep	4	Continued to prepare and edit the report to the Committee on the Debtors' second quarter performance.	1.6
15-Sep	4	Participated in a conference call with the Debtors to discuss a potential transaction.	1.0
15-Sep	4	Read and analyzed the July monthly reporting package.	0.8
15-Sep	4	Edited the report to the Committee pertaining to the Debtors' July performance.	0.2
17-Sep	9	Participated in a conference call with the Debtors to discuss the Libby, MT administrative order.	1.0
Total Hours			<u><u>14.0</u></u>

InvoiceW.R. GRACE & CO. ET. AL.

Professional Services Rendered by Libby Hamilton

For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Sep	4	Continued to prepare Q2 monitoring report.	0.2
2-Sep	3	Continued to prepare report to Committee regarding Galeras acquisition.	3.2
2-Sep	3	Updated Galeras report schedules for additional information supplied by Debtors.	4.7
2-Sep	3	Prepared sensitivity analysis of projections for Galeras report.	2.4
3-Sep	3	Continued to update Galeras report commentary.	1.1
3-Sep	4	Continued to prepare discussion sections of Q2 monitoring report.	7.9
3-Sep	3	Discussed Galeras acquisition status with Debtors.	0.5
5-Sep	4	Continued to prepare discussion sections of Q2 monitoring report.	1.1
5-Sep	3	Updated Galeras report to reflect conversation with Debtors.	4.1
5-Sep	4	Read and analyzed information regarding planned cash repatriation by Debtors.	0.4
5-Sep	4	Read and analyzed gross margin - 2nd half of year projections provided by Debtors.	2.2
5-Sep	16	Prepared July fee application.	0.6
5-Sep	11	Discussed cash repatriation with counsel.	0.3
5-Sep	4	Updated cash repatriation report and distributed same to Committee.	1.9
5-Sep	3	Discussed Galeras acquisition status with Debtors.	0.5
8-Sep	4	Continued to prepare gross margin analyses for Q2 monitoring report.	2.3
8-Sep	4	Continued to prepare EBITDA analyses for Q2 monitoring report.	3.3
8-Sep	4	Read and analyzed various court docket items.	1.7

8-Sep	16	Prepared August fee application.	0.9
8-Sep	3	Updated Galeras report based on results of discussion with Committee chair.	0.3
9-Sep	4	Finalized Q2 monitoring report to the Committee.	2.4
9-Sep	16	Continued to prepare August fee application.	1.1
9-Sep	4	Read and analyzed Debtors' July monthly operating report.	3.4
10-Sep	3	Read and analyzed Galeras offering memorandum.	3.5
10-Sep	3	Prepared various communications to Committee member and counsel regarding Galeras.	0.7
10-Sep	4	Continued to read and analyze Debtors' July monthly operating	1.8
12-Sep	3	Prepared questions for conference call with Committee regarding Galeras.	3.4
12-Sep	3	Updated Galeras report bases on results of conference call.	3.8
12-Sep	3	Prepared information request list regarding Galeras.	1.1
12-Sep	11	Discussed information request list with counsel.	0.2
15-Sep	4	Read and analyzed recent Montana court order regarding EPA costs.	6.5
16-Sep	4	Continued to read and analyze Montana court order regarding EPA costs.	2.4
16-Sep	4	Prepared results of operations discussion for July monitoring report to the Committee.	3.6
16-Sep	4	Prepared cash flow analysis for July monitoring report.	2.7
16-Sep	4	Discussed cash repatriation issues with Debtors.	0.2
17-Sep	4	Summarized analyses of Montana court order in preparation for call with Debtors.	3.1
17-Sep	4	Participated in conference call with Debtors regarding Montana court order.	0.4
18-Sep	9	Read and analyzed ZAI litigation memos from counsel.	2.7
18-Sep	4	Finalized July monitoring report to the Committee.	1.4
18-Sep	4	Prepared draft report to counsel regarding Montana court order.	2.7

18-Sep	3	Discussed status of information request for Galeras with Blackstone.	0.1
18-Sep	3	Updated information request for Galeras.	1.1
20-Sep	3	Read and analyzed Galeras draft stock purchase agreement.	4.4
20-Sep	3	Prepared summary of points regarding Galeras stock purchase agreement.	0.6
21-Sep	3	Updated schedules and report to reflect information from stock purchase agreement.	3.0
22-Sep	3	Read and analyzed latest model of Galeras acquisition provided by Debtors.	1.3
22-Sep	3	Discussed latest model with Debtors.	0.2
22-Sep	9	Read and analyzed information regarding the ZAI science trial.	2.4
22-Sep	9	Summarized ZAI science trial information in a draft report.	0.8
22-Sep	16	Continued to prepare August fee application.	1.7
23-Sep	4	Prepared Q2 cash flow schedules in response to request from Committee member.	1.4
23-Sep	3	Updated Galeras report based on new model.	2.6
23-Sep	4	Finalized July monitoring report and distributed same to Committee.	1.4
23-Sep	3	Discussed recent developments regarding Galeras acquisition with Debtors.	0.2
24-Sep	4	Read and analyze recent court docket items.	1.2
24-Sep	4	Read and analyzed tax issues including COLI, Sealed Air settlement and other items.	5.7
25-Sep	4	Continued to read and analyze tax issues including COLI, Sealed Air settlement and other items.	2.9
25-Sep	4	Read and analyzed Debtors' recent tax returns and prepared summary schedule.	4.1
26-Sep	4	Continued to prepare summary tax schedule.	3.4
26-Sep	4	Analyzed Debtors' tax attributes.	1.6
29-Sep	4	Summarized status of cash repatriation for tax report.	2.1

29-Sep	4	Summarized COLI issues for tax report.	3.1
29-Sep	4	Analyzed proposed IRS audit adjustments.	3.8
30-Sep	4	Read and analyzed motions regarding state tax audits.	3.1
30-Sep	4	Prepared draft report to counsel regarding state tax audit motions.	1.1
30-Sep	4	Read and analyzed Debtors' August monthly operating report.	2.4
30-Sep	4	Continued to prepare summary of tax items and tax report.	2.2
30-Sep	4	Discussed tax issues with case team member.	0.2
Total Hours			<u><u>144.8</u></u>

InvoiceW.R. GRACE & CO. ET. AL.Professional Services Rendered by Jeffrey E. Schwendeman
For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
9-Sep	9	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations for the Company and competitors.	1.1
9-Sep	4	Analyzed recent operating results, economic releases and heavy construction/asbestos related industry releases regarding peer group comparisons.	1.6
19-Sep	4	Analyzed recent operating results, economic releases and heavy construction/asbestos related industry releases regarding peer group comparisons.	2.1
22-Sep	4	Analyzed recent operating results, economic releases and heavy construction/asbestos related industry releases regarding peer group comparisons.	1.5
22-Sep	9	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations for the Company and competitors.	1.7
Total Hours			<u><u>8.0</u></u>

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W.R.GRACE & CO. ET AL.
Professional Services Rendered by Matt Hakoun
For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Sep	4	Researched selected bio-science company's operations assessed peer group segment operations	1.5
2-Sep	4	Prepared bio-science peer group analysis for quarter ended and twelve months ended June 30, 2003	1.8
3-Sep	4	Gathered analyst reports on specialty chemical peer group companies	1.0
19-Sep	4	Researched operations of 524g Trusts.	1.0
19-Sep	4	Gathered information on Manville Coporation and their 524G Trust.	0.7
19-Sep	4	Benchmarked analysis of 524g Trust by analyzing Manville Corporation Plan of Reorganization.	1.3
26-Sep	4	Researched news and litigation surrounding silicosis.	1.2
26-Sep	4	Gathered company annual reports that have potential / current exposure to silicosis litigation.	0.6
Total Hours			<u><u>9.1</u></u>

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W.R.GRACE & CO. ET AL.

Professional Services Rendered by Moira DeSalvio

For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Sep	4	Identified and retrieved analysts reports from investment banking firms including UBS Chemical Industry Update - 08/04/04 and Goldman Sachs reports on Dupont and Dow Chemical.	1.0
	Total Hours		<u>1.0</u>

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W.R.GRACE & CO. ET AL.
Professional Services Rendered by Nancy Backer (Paraprofessional)
For the period September 1, 2003 through September 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
3-Sep	8	Prepared distribution of monthly report to Committee.	1.4
3-Sep	8	Downloaded and printed particular dockets at the request of team members.	0.6
8-Sep	8	Downloaded and printed particular dockets at the request of team members.	0.5
9-Sep	16	Processed professional fee application for August.	0.8
9-Sep	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.2
11-Sep	16	Processed professional fee application for August.	0.9
12-Sep	8	Faxed NY Times article on silica litigation to various committee members.	0.5
15-Sep	8	Created updated email distribution list for Committee.	0.5
16-Sep	16	Processed professional fee application for August.	0.8
16-Sep	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.3
17-Sep	8	Downloaded and printed particular dockets at the request of team members.	0.3
18-Sep	16	Processed professional fee application for August.	1.5
18-Sep	8	Organized and prepared binder of materials received regarding Biotage Acquisition.	2.6
19-Sep	16	Processed professional fee application for August.	1.6
22-Sep	8	Researched database for all docket references to "ZAI" (claims, trial, etc.)	0.8
22-Sep	16	Proofread professional fee application.	0.4

23-Sep	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.4
24-Sep	16	Proofread professional fee application.	0.5
25-Sep	8	Filed and indexed materials received from team members.	0.8
26-Sep	8	Filed and indexed materials received from team members.	1.6
29-Sep	8	Downloaded and printed particular dockets at the request of team members.	2.0
30-Sep	8	Filed and indexed materials received from team members.	1.2
30-Sep	8	Updated docket database of most recent filings through Bankruptcy	0.3
30-Sep	8	Photocopied sections of tax returns for team member.	0.4
Total Hours			<u>20.9</u>

Invoice

W.R. GRACE & CO. ET. AL.

Summary of Expenses by Type of Expense

For the period September 1, 2003 through September 30, 2003

Copies:	
Internal	\$ 338.10
External	
Telecommunications:	
Telephone	132.81
Toll Charges	975.00
Facsimile	-
Postage, Federal Express, Airborne Express	18.68
Travel Expenses:	
Transportation, lodging, tolls, parking, mileage	-
Total Expenses	<u>\$ 1,464.59</u>

InvoiceW.R. GRACE & CO. ET. AL.

Detail of Expenses by Type of Expense

For the period September 1, 2003 through September 30, 2003

<u>Copies, Internal</u>	2,254 pp. @ .15 ea.	\$	338.10
<u>Facsimile Charges:</u>	0 pages @ \$1.00/page:		-
<u>Telephone Charges:</u>	E. Ordway	44.28	
	E. Ordway	88.53	
	S. Cunningham	-	
Telephone			132.81
<u>Toll Charges:</u>	Online research fees and subscriptions		975.00
<u>Postage, Federal Express:</u>	Airborne Express 9/21/03	10.02	
	Airborne Express 9/25/03	8.66	
			18.68
<u>Transportation, lodging, tolls, parking and mileage:(a)</u>		-	-
<u>Total</u>			<u>\$ 1,464.59</u>